

RECORDATION NO. 27042 FILED

JUN 29 '07 -8 10 AM

SURFACE TRANSPORTATION BOARD

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June 29, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of April 24, 2007, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Andersons, Inc.
480 W. Dussel Drive
Maumee, OH 43537

Lessee: Church & Dwight Co., Inc.
469 N. Harrison Street
Princeton, NJ 08543

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A description of the railroad equipment covered by the enclosed document is:

21 hopper railcars within the series AEX 5048 – AEX 6278 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

JUN 29 '07

-8 10 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE**WITNESSETH**

This Memorandum of Lease is entered into as of the 24th day of April, 2007, by and between The Andersons, Inc., an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Church & Dwight Co., Inc., a Delaware corporation, having its principal place of business at 469 N. Harrison Street, Princeton, New Jersey 08543-5297 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated March 3, 2004 (the "Master Lease"), and Deal #R01106 dated as of April 24, 2007 (the "Schedule"), whereby Lessor leases to Lessee twenty-one (21) railcars bearing railroad reporting marks as noted on attached Exhibit "A."
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Master Lease and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

LESSEE:

CHURCH & DWIGHT CO., INC.

By: Paul Brandimarto
Printed
Name: Paul Brandimarto
Title: Mgr., Traffic
Date: April 20, 2007

STATE OF New Jersey,
COUNTY OF Mercer, ss:

The foregoing instrument was acknowledged before me this ____ day of April, 2007, by Paul Brandimarto, Mgr. Traffic of Church & Dwight Co., Inc., a Delaware corporation, on behalf of the corporation.

JoAnne W. Sullivan
Notary Public

JoAnne W Sullivan
My Commission Expires
August 12, 2007

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah

Printed

Name: Rasesh H. Shah

Title: President, Rail Group

Date: 4/25/07

STATE OF OHIO

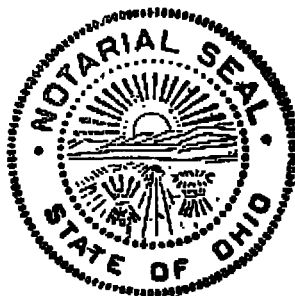
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COUNTY OF LUCAS

) SS:

The foregoing instrument was acknowledged before me this 25th day of April, 2007, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.

Julie Ann Deble
Notary Public



JULIE ANN DEBLE
Notary Public, State of Ohio
My Commission Expires 08-20-2010

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

6/29/07



Robert W. Alvord

EXHIBIT A

Car List

Twenty-One (21) Covered Hoppers

1	AEX 005592	12	AEX 005716
2	AEX 005597	13	AEX 005048
3	AEX 005620	14	AEX 006278
4	AEX 005635	15	AEX 005076
5	AEX 005633	16	AEX 005647
6	AEX 005059	17	AEX 005053
7	AEX 005072	18	AEX 005775
8	AEX 005086	19	AEX 005650
9	AEX 005092	20	AEX 005699
10	AEX 005675	21	AEX 005065
11	AEX 005685		